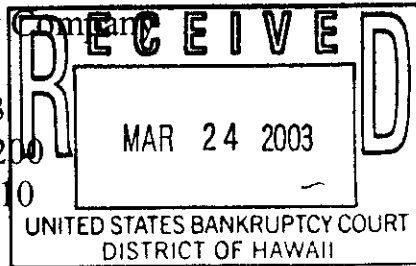
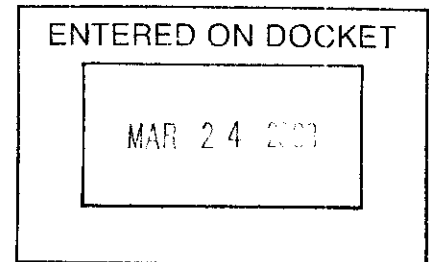


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IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF HAWAII

| | |
|--------------------------|--------------------------------------|
| In re |) Case No. 03-00817 |
| |) (Chapter 11) |
| HAWAIIAN AIRLINES, INC., |) |
| a Hawaii corporation, |) ORDER PURSUANT TO SECTIONS |
| |) 105(a) AND 364 OF THE |
| Debtor. |) BANKRUPTCY CODE AUTHORIZING |
| |) DEBTOR TO CONTINUE TO USE |

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) **CASH MANAGEMENT SYSTEM,**
) **MAINTAIN EXISTING BANK**
) **ACCOUNTS AND BUSINESS FORMS**
)
) Date: March 21, 2003
) Time:
) Judge: Hon. Robert J. Faris
)

On March 21, 2003, the debtor and debtor in possession in the above-captioned case (the "Debtor") filed its Motion for Order Pursuant to Sections 105(a) and 364 of the Bankruptcy Code Authorizing Continued Use of Cash Management System, Maintenance of Bank Accounts and Use of Existing Business Forms (the "Motion"), requesting an order authorizing the Debtor to continue to use its existing system of transferring funds between its bank accounts (the "Cash Management System") and to maintain its existing bank accounts (the "Bank Accounts") and business forms (the "Business Forms"), all as more fully set forth in the Motion. Upon consideration of the Motion, the evidence presented before the Court and the argument of counsel, the Court finds that (i) it has jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; (ii) consideration of the Motion and the relief requested therein is a core proceeding pursuant to 28 U.S.C. § 157(b); (iii) venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; (iv) due and proper notice of the Motion has been provided and no further or other notice need be

provided except as provided herein; (v) the relief requested is in the best interest of the Debtor and its estate, creditors and other parties in interest; and (vi) the legal and factual bases set forth in the Motion and at the hearing on the Motion establish just cause for the relief granted herein.

**IT IS THEREFORE ORDERED, ADJUDGE AND DECREED AS
FOLLOWS:**

1. The Motion is granted in its entirety.
2. The Debtor is authorized to: (i) maintain and continue to use its Cash Management System as detailed in Exhibit A to the Motion (ii) designate, maintain and continue to use any or all of its existing Bank Accounts, listed on Exhibit B to the Motion, in the names and with the account numbers existing immediately prior to the commencement of this chapter 11 case, (iii) deposit funds in and withdraw funds from such accounts by all usual means including, without limitation, checks, wire transfers, automated transfers and other debits and (iv) treat its pre-petition Bank Accounts for all purposes as debtor in possession accounts.
3. The banks with which the Debtor maintains Bank Accounts as of the commencement of this chapter 11 case, listed on Exhibit B to the Motion, are authorized to continue to maintain, service and administer such bank accounts; provided, however, that nothing contained herein shall authorize any such bank to honor any check issued or dated prior to the date of the commencement of the

Debtor's chapter 11 case, except as otherwise provided by further order of this Court; provided further that any such bank may rely on the representations of the Debtor with respect to which any check drawn or issued by the Debtor prior to the Petition Date should be honored pursuant to an Order of this Court and that such bank shall have no liability to any party for relying on the representations of the Debtor as provided for herein.

4. The Debtor is authorized to use its existing check stock, and business form stock, rather than obtain new stock reflecting its status as a debtor in possession and listing the chapter 11 case number, except that the Debtor must attempt to place "Debtor-in-possession" on all of the checks that it issues. If the Debtor determines that it cannot modify its checks to add "Debtor-in-possession" a further hearing will be held on this matter before the Honorable Robert J. Faris on April 15, 2003, at 9:30 a.m..

Dated: Honolulu, Hawaii, MAR 24 2003, 2003.



UNITED STATES BANKRUPTCY JUDGE

In re Hawaiian Airlines, Inc., Chapter 11, Case No. 03-00817;
ORDER PURSUANT TO SECTIONS 105(a) AND 364 OF THE BANKRUPTCY CODE
AUTHORIZING DEBTOR TO CONTINUE TO USE CASH MANAGEMENT SYSTEM,
MAINTAIN EXISTING BANK ACCOUNTS AND BUSINESS FORMS